

**UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

**FREEDOM FROM RELIGION
FOUNDATION, INC.
Plaintiff,**

-VS-

**GOVERNOR GREG ABBOTT
and
ROD WELSH, Executive Director of the
Texas State Preservation Board, in their
official capacities,
Defendants.**

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CASE NO. 1-16: CV-00233

DECLARATION OF RICHARD L. BOLTON

I, Richard L. Bolton, do hereby declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury, that the following facts set forth below are true and correct to the best of my knowledge:

1. I am lead counsel in the above-captioned matter representing the Plaintiff, Freedom From Religion Foundation, Inc. (“FFRF”).
2. I make this declaration in support of FFRF’s fee petition as a prevailing party.
3. I received my law degree from the University of Wisconsin in 1984, after which I clerked for the Wisconsin Court of Appeals and the Wisconsin Supreme Court.
4. I have been actively engaged in the private practice of law since 1986.
5. I have been a partner since 1996 in the law firm of Boardman & Clark LLP, in Madison, Wisconsin.
6. I have represented FFRF in many First Amendment matters since 1993.
7. My work for FFRF has almost exclusively been related to litigation matters.
8. My entire private practice, in fact, has almost exclusively involved litigation.

9. In addition to my First Amendment work, which constitutes approximately thirty percent of my practice, I am also involved in litigation involving employment matters, commercial disputes, and intellectual property matters.

10. I have been lead counsel for FFRF in matters venued throughout the United States, including at least Wisconsin, Texas, New Mexico, Arizona, Montana, Wyoming, Alaska, California, Colorado, North Dakota, Minnesota, Pennsylvania, Washington, and the District of Columbia.

11. My representation in matters involving the First Amendment has involved many significant cases.

12. For example, I represented FFRF in successfully challenging President Bush's Faith-Based and Community Initiatives program in the Seventh Circuit Court of Appeals. Although the United States Supreme Court subsequently reversed that decision on grounds of standing, while significantly changing the rules related to taxpayer standing, the Court did not address the merits.

13. I also successfully represented FFRF in a challenge to the National Day of Prayer in federal district court and in Colorado state court. In both cases, prayer proclamations by President Obama and the Governor of Colorado were declared to be in violation of the First Amendment. Again, in the federal case, the Seventh Circuit Court of Appeals reversed on grounds of standing, as did the Colorado State Supreme Court, but neither court addressed the merits.

14. More recently, I successfully represented FFRF in a First Amendment challenge to the exemption for cash housing allowances provided by the Internal Revenue Service exclusively to ministers of churches, totaling billions of dollars. FFRF first successfully challenged the

minister's housing allowance in 2014, but the district court decision was reversed by the Seventh Circuit Court of Appeals on failure to exhaust grounds. The housing allowance case was subsequently refiled, and the district court again declared the housing allowance to be unconstitutional in October of 2017, but the decision was ultimately reversed again by the Seventh Circuit.

15. The law relating to the First Amendment has changed significantly during the 25 years that I have represented FFRF. When I began in this area, taxpayer standing was a meaningful basis for challenging government-funded programs and activities. Since the United States Supreme Court's *Hein* decision involving FFRF, however, taxpayer-standing cases have become less frequent.

16. More recently, First Amendment challenges have focused upon access and preference issues, as in the present case.

17. The pending litigation involving FFRF and Governor Abbott and the Texas State Preservation Board has been vigorously contested by the Defendants, resulting in significant time and expense for FFRF during litigation that has lasted more than 5 years.

18. In the end, however, virtually all the hours I dedicated to this matter have been inextricably intertwined with FFRF's free speech claim, arising from the same facts and based on related legal theories, resulting in a favorable decision enjoining future viewpoint discrimination against FFRF. That is what FFRF sought by this litigation and what has now been achieved.

19. Attached to this Declaration as Exhibit A is a spreadsheet that truly and correctly records the activities and time that I have spent working on this matter.

20. I believe that all of the recorded time was reasonable and necessary, but I have made several downward adjustments that I will describe.

21. First, travel time for hearings and depositions, totaling 71 hours, has been billed at \$150 per hour, which is less than half the billing rate of \$425 per hour. This discount amounts to a reduction of \$19,525, or approximately 65%.

22. I have also attempted to identify all hours related to initial investigation, research and drafting of the Complaint, which are highlighted in pink on Exhibit A. The time spent for this initial research and drafting totaled approximately 53.8 hours. All of this time is billed at \$425 per hour. In our final calculation of fees for this Petition, however, I have reduced that time to 40 hours, in the exercise of billing discretion. Instead of requesting 53.8 hours at \$425 per hour, equaling \$22,865. I have reduced that amount of my time to 40 hours at \$425 per hour, equaling \$17,000 for initial research and drafting of the Complaint. This results in a discount of approximately 25%.

23. I have also highlighted in green on Exhibit A those time entries allocable to research and drafting of FFRF's brief in response to the Defendants' initial Motion to Dismiss.

24. I have calculated approximately 83.9 hours for this activity billed at \$425 per hour, for a total of approximately \$35,657.50. In our final calculation, however, I have reduced the time for this activity to 60 hours at \$425 per hour, equaling \$25,500. This represents approximately a 28% write down, justified in terms of billing discretion.

25. Hours worked on initial summary judgment briefing and response are highlighted in orange on Exhibit A.

26. The time spent on the first summary judgment briefing totaled approximately 47.8 hours billed at \$425 per hour, equaling \$20,315. Again, for purposes of exercising billing discretion, I have reduced that time to 35 hours billed at \$425 per hour, equaling \$14,875. This equals approximately a 27% discount for purposes of billing discretion.

27. Time spent drafting and responding to a second round of summary judgment motions is highlighted in yellow on Exhibit A. The time spent on the second round of summary judgment briefing totals approximately 42.5 hours billed at \$425 per hour, equaling \$18,062.50. Again, for purposes of our fee petition, I have reduced this time to 30 hours billed at \$425 per hour, equaling \$12,750. This represents more than a 29% discount for purposes of billing discretion.

28. Hours spent on appeal-related activities, highlighted in blue/gray, including cross-appeal briefing and oral argument in the Fifth Circuit, totaled 99.8 hours billed at \$425 per hour, equaling \$42,415. This amount is deemed quite reasonable, but reduced to 85 hours, for purposes of exercising billing discretion for a total of \$36,125. This represents a 15% discount of billed fees.

29. Post-appeal tasks, including briefing in response to the issue of claimed mootness, are marked in Exhibit A as dark red. The total time for these activities total 77.2 hours, billed at \$425 per hour for a total of \$32,810. This time is also considered reasonable, particularly given the nuance created by attempts to moot the present case after appeal. Again, however, in the interest of exercising billing discretion, this amount is reduced for purposes of this fee petition to 60 hours billed at \$425 per hour, for a resulting total of \$25,500. This is a reduction of more than 22% of time worked.

30. I also have calculated 75.7 hours for discovery related issues, including drafting document production requests to the Defendants; work related to document production by FFRF; preparation and conduct of three adverse depositions; preparation and defense of two depositions by Defendants; and review of documents produced by the Defendants. The discovery related time entries have been highlighted in blue on Exhibit A attached to this Declaration.

31. Based on my experience, I believe that all of the discovery related time was necessary and reasonable in the conduct of this litigation.

32. The balance of my time entries on Exhibit A that have not been highlighted relate to miscellaneous tasks, including preparation for and attendance at hearings and matters related to discussions involving opposing counsel.

33. Again, I believe that the time spent on the miscellaneous tasks was necessary and reasonable in the conduct of this litigation.

34. In the end, therefore, the total amount of fees requested for the work performed by myself is equal to 502.95 hours multiplied by my billing rate of \$425 per hour, plus 71 hours of travel time at a reduced rate \$150 per hour, equaling a total \$224,403.75. This amount includes a write down of approximately 74.7 hours, billed at \$425 per hour, described herein, as well as a reduced billing rate for travel, for a total discount of \$51,272.50. This amount represents a discount of approximately 20% compared to the total amount actually worked and billed.

35. In my professional judgment, having worked in litigation for more than 30 years, and more than 25 years in the area of Establishment Clause litigation, it is my opinion that the time and charges claimed were necessary and reasonable in the handling of this matter-- and less than other comparably experienced lawyers in this area of the law charge.

36. With respect to the hourly rate of \$425 per hour, it is my opinion that this rate is conservative and certainly reasonable based on my experience and the nature of the issues involved.

37. As to expenses incurred in this matter, I have only included transportation and lodging costs related to travel. I have not included any costs for ground transportation or food.

38. Attached to this Declaration as Exhibit B is a listing of the travel and lodging expenses that I reasonably incurred in travel to and from hearings and depositions, which expenses are customarily charged to FFRF.

39. Based on my judgment and experience, I believe that the travel expenses are reasonable and were necessarily incurred.

40. Exhibit C to my Declaration provides a summary of the time and expenses that I have incurred in this matter, which are claimed in this fee petition.

41. Based on my professional experience, it is my opinion that the fees and expenses itemized in Exhibit A were reasonably and necessarily incurred in the handling of this matter.

Dated this 18th day of June, 2021.



Richard L. Bolton

	A	B	C	D	E	F
1	Date	Attorney	Time	Fees	Fees Billed	Narrative
2	12/22/2015	RLB	1.3	\$ 425.00	\$ 552.50	Research regarding Texas/Abbott.
3	12/23/2015	RLB	1	\$ 425.00	\$ 425.00	Conference regarding Texas situation.
4	12/29/2015	RLB	2.1	\$ 425.00	\$ 892.50	Research regarding public forum.
5	12/30/2015	RLB	2.5	\$ 425.00	\$ 1,062.50	Research regarding public forum.
6	1/4/2016	RLB	2.3	\$ 425.00	\$ 977.50	Research regarding limited public forum.
7	1/6/2016	RLB	1	\$ 425.00	\$ 425.00	Research regarding Governor Abbott claim.
8	1/7/2016	RLB	3.2	\$ 425.00	\$ 1,360.00	Research regarding speech issue.
9	1/11/2016	RLB	0.8	\$ 425.00	\$ 340.00	Review Local Rules of Texas court.
10	1/12/2016	RLB	3	\$ 425.00	\$ 1,275.00	Research regarding public forum issues.
11	1/13/2016	MESS	0.2	\$ 425.00	\$ 85.00	Pick up copy of Certificate of Good Standing
12	1/14/2016	RLB	3	\$ 425.00	\$ 1,275.00	Research and investigate Governor Abbott's prior instances.
13	1/15/2016	RLB	1.3	\$ 425.00	\$ 552.50	Research regarding local admission requirements; prepare papers for admission.
14	1/18/2016	RLB	0.5	\$ 425.00	\$ 212.50	Working on drafting complaint.
15	1/26/2016	RLB	0.3	\$ 425.00	\$ 127.50	Telephone conference regarding local counsel arrangements.
16	1/29/2016	RLB	2.2	\$ 425.00	\$ 935.00	Research regarding public forum; work on complaint.
17	1/30/2016	RLB	1.5	\$ 425.00	\$ 637.50	Work on complaint.
18	1/31/2016	RLB	5	\$ 426.00	\$ 2,130.00	Work on complaint; review research and apply to facts.
19	2/1/2016	RLB	2.2	\$ 425.00	\$ 935.00	Work on complaint; research 11th Amendment issue.
20	2/2/2016	RLB	4.5	\$ 425.00	\$ 1,912.50	Draft complaint.
21	2/3/2016	RLB	0.5	\$ 425.00	\$ 212.50	Draft complaint.
22	2/3/2016	RLB	0.5	\$ 425.00	\$ 212.50	Work on complaint.
23	2/4/2016	RLB	3	\$ 425.00	\$ 1,275.00	Draft Complaint; research regarding Ex Parte Young doctrine.
24	2/5/2016	RLB	3	\$ 425.00	\$ 1,275.00	Work on complaint; research Eleventh Amendment.
25	2/5/2016	RLB	1.1	\$ 425.00	\$ 467.50	Research regarding Governor Abbott incidents.
26	2/7/2016	RLB	2.1	\$ 425.00	\$ 892.50	Review First Amendment research.
27	2/7/2016	RLB	0.5	\$ 425.00	\$ 212.50	Work on complaint.
28	2/8/2016	RLB	2	\$ 425.00	\$ 850.00	Work on Texas complaint.
29	2/8/2016	RLB	1.5	\$ 425.00	\$ 637.50	Research regarding individual capacity issues.
30	2/8/2016	RLB	2.2	\$ 425.00	\$ 935.00	Work on edits to Complaint.
31	2/9/2016	RLB	1	\$ 425.00	\$ 425.00	Telephone conferences and edits regarding Complaint.
32	2/9/2016	RLB	2.5	\$ 425.00	\$ 1,062.50	Work on Texas complaint.
33	2/10/2016	RLB	3.3	\$ 425.00	\$ 1,402.50	Research regarding individual capacity liability and sovereign immunity.
34	2/11/2016	RLB	1.3	\$ 425.00	\$ 552.50	Telephone conferences regarding Texas complaint; research.
35	2/12/2016	RLB	0.8	\$ 425.00	\$ 340.00	Edits to Texas complaint; research regarding local counsel.
36	2/18/2016	RLB	0.6	\$ 425.00	\$ 255.00	Edits to complaint.
37	2/19/2016	RLB	1	\$ 425.00	\$ 425.00	Telephone call with local counsel regarding representation.
38	2/23/2016	RLB	1	\$ 425.00	\$ 425.00	Prepare case filing documentation; fee agreement execution for local counsel.
39	2/24/2016	RLB	0.5	\$ 425.00	\$ 212.50	Telephone conferences with local counsel regarding case initiation.
40	2/25/2016	RLB	0.7	\$ 425.00	\$ 297.50	Finalize complaint.
41	2/26/2016	RLB	0.3	\$ 425.00	\$ 127.50	Telephone conference with Attorney Dan Byrne regarding media contact.
42	2/29/2016	RLB	0.4	\$ 425.00	\$ 170.00	Review media reports regarding Texas suit.
43	3/3/2016	RLB	0.75	\$ 425.00	\$ 318.75	Sign oath for Texas at Federal Courthouse; conference with FFRF attorneys.
44	4/1/2016	RLB	0.8	\$ 425.00	\$ 340.00	Review motion to dismiss by Abbott.
45	4/22/2016	RLB	3.7	\$ 425.00	\$ 1,572.50	Research regarding motion to dismiss.
46	4/23/2016	RLB	1.2	\$ 425.00	\$ 510.00	Research regarding forum analysis.
47	4/24/2016	RLB	6.5	\$ 425.00	\$ 2,762.50	Work on response to motion to dismiss.
48	4/25/2016	RLB	2.2	\$ 425.00	\$ 935.00	Work on Amended Complaint.
49	4/25/2016	RLB	3	\$ 425.00	\$ 1,275.00	Research regarding offensive speech.
50	4/26/2016	RLB	2.5	\$ 425.00	\$ 1,062.50	Research regarding hate speech.
51	4/26/2016	RLB	2	\$ 425.00	\$ 850.00	Work on Amended Complaint.
52	4/27/2016	RLB	1	\$ 425.00	\$ 425.00	Work on Amended Complaint; finalize same.
53	4/29/2016	RLB	1.5	\$ 425.00	\$ 637.50	Research regarding hate speech issue.
54	4/30/2016	RLB	2	\$ 425.00	\$ 850.00	Research regarding release enforceability for own negligence and wrongful acts.
55	5/1/2016	RLB	3.5	\$ 425.00	\$ 1,487.50	Work on motion response; research.
56	5/2/2016	RLB	3.2	\$ 425.00	\$ 1,360.00	Work on motion response.
57	5/3/2016	RLB	2.1	\$ 425.00	\$ 892.50	Work on motion response; review research.
58	5/10/2016	RLB	2.6	\$ 425.00	\$ 1,105.00	Research regarding protected speech and satire.
59	5/11/2016	RLB	1.5	\$ 425.00	\$ 637.50	Research and work on opposition brief.
60	5/12/2016	RLB	2.3	\$ 425.00	\$ 977.50	Work on opposition brief.
61	5/12/2016	RLB	3.5	\$ 425.00	\$ 1,487.50	Research regarding private versus government speech.
62	5/13/2016	RLB	3	\$ 425.00	\$ 1,275.00	Work on opposition brief.
63	5/14/2016	RLB	1.5	\$ 425.00	\$ 637.50	Review Texas motion to dismiss; research regarding response.
64	5/16/2016	25	2.5	\$ 425.00	\$ 1,062.50	Research regarding opposition brief.
65	5/17/2016	RLB	2.7	\$ 425.00	\$ 1,147.50	Work on opposition brief.
66	5/18/2016	RLB	3	\$ 425.00	\$ 1,275.00	Research regarding opposition brief.
67	5/19/2016	RLB	3.8	\$ 425.00	\$ 1,615.00	Research; draft brief regarding protected speech.
68	5/20/2016	RLB	3.5	\$ 425.00	\$ 1,487.50	Work on opposition brief.
69	5/22/2016	RLB	3	\$ 425.00	\$ 1,275.00	Research and work on response brief.

	A	B	C	D	E	F
1	Date	Attorney	Time	Fees	Fees Billed	Narrative
70	5/23/2016	RLB	3.8	\$ 425.00	\$ 1,615.00	Work on brief regarding dismissal motion.
71	5/24/2016	RLB	4	\$ 425.00	\$ 1,700.00	Research and work on brief regarding qualified immunity.
72	5/25/2016	RLB	5.2	\$ 425.00	\$ 2,210.00	Work on brief opposing motion.
73	5/26/2016	RLB	6.5	\$ 425.00	\$ 2,762.50	Draft and edit response brief.
74	5/26/2016	RLB	0.5	\$ 425.00	\$ 212.50	Rule 26 conference with Attorney Mackin.
75	5/27/2016	RLB	7	\$ 425.00	\$ 2,975.00	Draft, edit, and finalize response brief.
76	5/30/2016	RLB	0.5	\$ 425.00	\$ 212.50	Edits to proposed scheduling order.
77	5/31/2016	RLB	0.6	\$ 425.00	\$ 255.00	Draft discovery plan form; telephone conference with Attorney Mackin.
78	6/16/2016	RLB	0.5	\$ 425.00	\$ 212.50	Final review of scheduling order.
79	6/17/2016	RLB	1.2	\$ 425.00	\$ 510.00	Research; prepare for motion hearing.
80	6/18/2016	RLB	0.5	\$ 425.00	\$ 212.50	Prepare for motion hearing.
81	6/19/2016	RLB	3	\$ 425.00	\$ 1,275.00	Prepare for hearing.
82	6/19/2016	RLB	5	\$ 150.00	\$ 750.00	Travel to Austin.
83	6/20/2016	RLB	4	\$ 425.00	\$ 1,700.00	Prepare for hearing; attend motion hearing.
84	6/20/2016	RLB	6	\$ 150.00	\$ 900.00	Return travel to Madison.
85	6/21/2016	RLB	0.7	\$ 425.00	\$ 297.50	Conference with client regarding motion hearing in Austin, Texas.
86	6/22/2016	RLB	0.3	\$ 425.00	\$ 127.50	Review Judge Spark's order denying motion.
87	6/23/2016	RLB	0.3	\$ 425.00	\$ 127.50	Telephone conference with Attorney Mackin regarding interest in settlement and terms.
88	6/29/2016	RLB	1.2	\$ 425.00	\$ 510.00	Research regarding summary judgment.
89	6/30/2016	RLB	1.5	\$ 425.00	\$ 637.50	Draft discovery requests to Defendants.
90	7/11/2016	RLB	3	\$ 425.00	\$ 1,275.00	Work on summary judgment submission.
91	7/12/2016	RLB	1	\$ 425.00	\$ 425.00	Conference with Attorney Grover regarding strategies.
92	7/15/2016	RLB	1.5	\$ 425.00	\$ 637.50	Research regarding waiver issues.
93	7/23/2016	RLB	0.5	\$ 425.00	\$ 212.50	Conference with Attorney Elliott regarding discovery strategy.
94	8/2/2016	RLB	1.2	\$ 425.00	\$ 510.00	Review documents from Texas.
95	8/2/2016	RLB	2	\$ 425.00	\$ 850.00	Review Abbott document production.
96	8/3/2016	RLB	1	\$ 425.00	\$ 425.00	Review documents.
97	8/3/2016	RLB	1.5	\$ 425.00	\$ 637.50	Continue review of documents from Texas and select exhibits for summary judgment brief.
98	8/12/2016	RLB	1.2	\$ 425.00	\$ 510.00	Work on FFRF document production.
99	8/14/2016	RLB	2	\$ 425.00	\$ 850.00	Work on Grover declaration.
100	8/15/2016	RLB	0.8	\$ 425.00	\$ 340.00	Finalize document production.
101	8/16/2016	RLB	0.7	\$ 425.00	\$ 297.50	Work on stipulation of facts with Attorney Mackin.
102	8/16/2016	RLB	3.3	\$ 425.00	\$ 1,402.50	Work on summary judgment submissions.
103	8/17/2016	RLB	3.7	\$ 425.00	\$ 1,572.50	Work on Grover declaration and exhibits.
104	8/18/2016	RLB	4.5	\$ 425.00	\$ 1,912.50	Work on summary judgment brief and exhibits.
105	8/19/2016	RLB	5	\$ 425.00	\$ 2,125.00	Work on summary judgment brief.
106	8/20/2016	RLB	0.5	\$ 425.00	\$ 212.50	Review Texas summary judgment brief.
107	8/25/2016	RLB	0.3	\$ 425.00	\$ 127.50	Review letter from Preservation Board regarding 2016 application.
108	9/14/2016	RLB	2	\$ 425.00	\$ 850.00	Research regarding disparaging language; review Tam case by Federal Circuit Court.
109	9/15/2016	RLB	3	\$ 425.00	\$ 1,275.00	Research and work on summary judgment reply brief.
110	9/16/2016	RLB	3.5	\$ 425.00	\$ 1,487.50	Work on summary judgment reply brief.
111	9/17/2016	RLB	5.4	\$ 425.00	\$ 2,295.00	Draft and research regarding summary judgment reply brief.
112	9/18/2016	RLB	7.5	\$ 425.00	\$ 3,187.50	Work on summary judgment reply brief.
113	9/19/2016	RLB	3	\$ 425.00	\$ 1,275.00	Work on and finalize summary judgment reply.
114	11/10/2016	RLB	0.8	\$ 425.00	\$ 340.00	Update research regarding government speech.
115	11/22/2016	RLB	1	\$ 425.00	\$ 425.00	Update research regarding government speech.
116	11/23/2016	RLB	0.3	\$ 425.00	\$ 127.50	Draft and finalize supplemental citation to authority.
117	11/30/2016	RLB	0.4	\$ 425.00	\$ 170.00	Update research regarding government speech.
118	12/6/2016	RLB	0.5	\$ 425.00	\$ 212.50	Update research regarding government speech and public forum.
119	12/15/2016	RLB	0.6	\$ 425.00	\$ 255.00	Research regarding government speech.
120	12/22/2016	RLB	0.5	\$ 425.00	\$ 212.50	Review Court's summary judgment decision.
121	12/28/2016	RLB	0.5	\$ 425.00	\$ 212.50	Research regarding viewpoint discrimination.
122	1/10/2017	RLB	1	\$ 425.00	\$ 425.00	Update research.
123	1/24/2017	RLB	0.8	\$ 425.00	\$ 340.00	Update research regarding public forum.
124	2/15/2017	RLB	0.8	\$ 425.00	\$ 340.00	Update research regarding public forum analysis and government speech.
125	2/28/2017	RLB	1	\$ 425.00	\$ 425.00	Update research regarding forum and government speech.
126	3/27/2017	RLB	0.7	\$ 425.00	\$ 297.50	Prepare settlement letter and witness disclosures.
127	4/3/2017	RLB	0	\$ 425.00	\$ -	Review Mackin email regarding scheduling.
128	4/5/2017	RLB	0.8	\$ 425.00	\$ 340.00	Update research regarding public forum analysis.
129	4/6/2017	RLB	0.8	\$ 425.00	\$ 340.00	Review objection to Abbott deposition; research regarding "high government official" issue.
130	4/6/2017	RLB	0.5	\$ 425.00	\$ 212.50	Review Mackin email regarding Abbott/Sneed depositions; research high government official immunity.
131	4/10/2017	RLB	0.3	\$ 425.00	\$ 127.50	Review Texas settlement letter and witness list.
132	4/10/2017	RLB	0.4	\$ 425.00	\$ 170.00	Prepare notices of depositions.

	A	B	C	D	E	F
1	Date	Attorney	Time	Fees	Fees Billed	Narrative
133	4/12/2017	RLB	1	\$ 425.00	\$ 425.00	Preparation regarding depositions.
134	4/13/2017	RLB	1.4	\$ 425.00	\$ 595.00	Communications regarding Abbott deposition and refusal to produce.
135	4/17/2017	RLB	0.4	\$ 425.00	\$ 170.00	Prepare notices of depositions.
136	4/18/2017	RLB	0.7	\$ 425.00	\$ 297.50	Review Abbott's Motion for Protective Order; exchange communications with Attorney Mackin regarding Sneed deposition; prepare subpoena for Sneed.
137	4/19/2017	RLB	2.5	\$ 425.00	\$ 1,062.50	Research regarding high government official deposition rule.
138	4/21/2017	RLB	1.3	\$ 425.00	\$ 552.50	Draft written discovery to defendants.
139	4/22/2017	RLB	1	\$ 425.00	\$ 425.00	Prepare for Davis deposition.
140	4/23/2017	RLB	5	\$ 425.00	\$ 2,125.00	Prepare for Davis deposition.
141	4/23/2017	RLB	5	\$ 150.00	\$ 750.00	Travel to Austin, TX for Davis deposition.
142	4/24/2017	RLB	5	\$ 425.00	\$ 2,125.00	Prepare for Davis deposition; conduct Davis deposition.
143	4/24/2017	RLB	6	\$ 150.00	\$ 900.00	Travel back to Madison.
144	4/25/2017	RLB	2.5	\$ 425.00	\$ 1,062.50	Draft 30(b)(6) topics; work on brief opposing protective order.
145	4/26/2017	RLB	3	\$ 425.00	\$ 1,275.00	Work on declaration; research regarding protective order; work on brief opposing protective order.
146	4/27/2017	RLB	6.2	\$ 425.00	\$ 2,635.00	Work on brief opposing protective order; work on 30(b)(6) subpoena.
147	4/28/2017	RLB	0.4	\$ 425.00	\$ 170.00	Review motion for judgment on the pleadings.
148	4/28/2017	RLB	0.4	\$ 425.00	\$ 170.00	Finalize Rule 30(b)(6) topics; review motion to extend deadlines.
149	5/4/2017	RLB	0.5	\$ 425.00	\$ 212.50	Review Rule 30(b)(6) objection by Attorney Mackin.
150	5/8/2017	RLB	1	\$ 425.00	\$ 425.00	Analyze discovery issues.
151	5/11/2017	RLB	1	\$ 425.00	\$ 425.00	Draft reply brief regarding motion to extend discovery.
152	5/13/2017	RLB	1.4	\$ 425.00	\$ 595.00	Research regarding motion to dismiss personal capacity claims.
153	5/14/2017	RLB	5.5	\$ 425.00	\$ 2,337.50	Research; work on opposition to motion for judgment on the pleadings.
154	5/17/2017	RLB	0.6	\$ 425.00	\$ 255.00	Work on discovery responses.
155	5/25/2017	RLB	1.7	\$ 425.00	\$ 722.50	Prepare with Annie Laurie Gaylor and Sam Grover for depositions; work on discovery responses.
156	5/26/2017	RLB	6.5	\$ 425.00	\$ 2,762.50	Work on discovery responses; defend depositions of Sam Grover and Annie Laurie Gaylor.
157	5/26/2017	JN2	2.9	\$ 425.00	\$ 1,232.50	Scan and Bates number next set of documents for production. FFRF000195-482
158	5/31/2017	RLB	0.7	\$ 100.00	\$ 70.00	Prepare for hearing on motions.
159	6/5/2017	RLB	1.5	\$ 425.00	\$ 637.50	Prepare for hearing.
160	6/5/2017	RLB	6	\$ 150.00	\$ 900.00	Travel to Austin.
161	6/6/2017	RLB	2	\$ 425.00	\$ 850.00	Prepare for hearing; attending hearing.
162	6/6/2017	RLB	6.5	\$ 150.00	\$ 975.00	Return travel.
163	6/19/2017	RLB	1.3	\$ 425.00	\$ 552.50	Review and analyze Supreme Court decision on First Amendment/disparagement.
164	6/21/2017	RLB	0.8	\$ 425.00	\$ 340.00	Preparation for deposition.
165	6/22/2017	RLB	3	\$ 425.00	\$ 1,275.00	Sneed deposition preparation.
166	6/23/2017	RLB	3	\$ 425.00	\$ 1,275.00	Travel to Washington D.C..
167	6/24/2017	RLB	2.5	\$ 425.00	\$ 1,062.50	Conduct deposition.
168	6/25/2017	RLB	7.5	\$ 425.00	\$ 3,187.50	Return to Madison.
169	6/26/2017	RLB	2	\$ 425.00	\$ 850.00	Update research regarding public forum and speech analysis.
170	6/27/2017	RLB	0.5	\$ 425.00	\$ 212.50	Work on Rule30(b)(6) topics.
171	6/28/2017	RLB	1.2	\$ 425.00	\$ 510.00	Review analysis of Supreme Court Tam decision.
172	6/30/2017	RLB	0.8	\$ 425.00	\$ 340.00	Research regarding Supreme Court disparagement/speech decision.
173	7/13/2017	RLB	1.7	\$ 425.00	\$ 722.50	Prepare for 30(b)(6) deposition.
174	7/16/2017	RLB	0.7	\$ 425.00	\$ 297.50	Prepare for depositions.
175	7/17/2017	RLB	4	\$ 150.00	\$ 600.00	Travel to Austin.
176	7/17/2017	RLB	2.5	\$ 425.00	\$ 1,062.50	Prepare for deposition.
177	7/18/2017	RLB	6	\$ 425.00	\$ 2,550.00	Prepare and conduct deposition.
178	7/18/2017	RLB	1	\$ 425.00	\$ 425.00	Review research regarding viewpoint discrimination.
179	7/18/2017	RLB	2	\$ 425.00	\$ 850.00	Research regarding 30(b)(6) motion for sanctions.
180	7/18/2017	RLB	6	\$ 150.00	\$ 900.00	Travel to Madison.
181	7/19/2017	RLB	2.2	\$ 425.00	\$ 935.00	Research regarding deliberative process privilege.
182	7/21/2017	RLB	1.8	\$ 425.00	\$ 765.00	Research regarding deliberative process privilege.
183	7/24/2017	RLB	2.1	\$ 425.00	\$ 892.50	Research regarding summary judgment issues, including intent element.
184	7/24/2017	RLB	0.5	\$ 425.00	\$ 212.50	Conference with Attorneys Elliott and Grover regarding 30(b)(6) deposition.
185	7/25/2017	RLB	2	\$ 425.00	\$ 850.00	Work on summary judgment motion.
186	7/26/2017	RLB	3.5	\$ 425.00	\$ 1,487.50	Summarize depositions and work on summary judgment findings and facts.
187	7/27/2017	RLB	7	\$ 425.00	\$ 2,975.00	Work on summary judgment brief.
188	7/27/2017	RLB	0.4	\$ 425.00	\$ 170.00	Review deliberative process research from Attorney Grover.
189	7/28/2017	RLB	1.5	\$ 425.00	\$ 637.50	Review Abbott summary judgment motion; research viewpoint neutrality.
190	7/29/2017	RLB	2.1	\$ 425.00	\$ 892.50	Research regarding summary judgment response.
191	8/3/2017	RLB	2.4	\$ 425.00	\$ 1,020.00	Review Law Review articles on viewpoint discrimination.
192	8/7/2017	RLB	2.2	\$ 425.00	\$ 935.00	Research regarding viewpoint versus content discrimination.
193	8/9/2017	RLB	2	\$ 425.00	\$ 850.00	Research regarding viewpoint discrimination.
194	8/10/2017	RLB	3.4	\$ 425.00	\$ 1,445.00	Work on summary judgment response brief.

	A	B	C	D	E	F
1	Date	Attorney	Time	Fees	Fees Billed	Narrative
195	8/11/2017	RLB	5.2	\$ 425.00	\$ 2,210.00	Work on response to Abbott's summary judgment motion; work on Grover Declaration.
196	8/12/2017	RLB	0.5	\$ 425.00	\$ 212.50	Review Abbott summary judgment response filings.
197	8/13/2017	RLB	2	\$ 425.00	\$ 850.00	Research regarding viewpoint claims in public meetings.
198	8/15/2017	RLB	1.2	\$ 425.00	\$ 510.00	Review research.
199	8/16/2017	RLB	3.1	\$ 425.00	\$ 1,317.50	Drafting summary judgment reply brief.
200	8/17/2017	RLB	4.4	\$ 425.00	\$ 1,870.00	Work and finalize summary judgment brief.
201	9/29/2017	RLB	1.6	\$ 425.00	\$ -	Update research.
202	10/6/2017	RLB	0.5	\$ 425.00	\$ 212.50	Review summary judgment decision.
203	10/10/2017	RLB	0.4	\$ 425.00	\$ 170.00	Proposal to Attorney Mackin to finalize decision.
204	10/13/2017	RLB	0.2	\$ 425.00	\$ 85.00	Review response by Attorney Mackin to proposal.
205	10/18/2017	RLB	0.4	\$ 425.00	\$ 170.00	Review and respond to Attorney Mackin.
206	10/26/2017	RLB	1	\$ 425.00	\$ 425.00	Conference at FFRF regarding status and strategy.
207	11/29/2017	RLB	2	\$ 425.00	\$ 850.00	Update research.
208	12/12/2017	RLB	1	\$ 425.00	\$ 425.00	Update research regarding limited public forum.
209	12/15/2017	RLB	0.7	\$ 425.00	\$ 297.50	Attend to issues regarding appeal, including admission and appeal documents.
210	12/21/2017	RLB	0.5	\$ 425.00	\$ 212.50	Analyze strategies regarding finality/appeal.
211	1/26/2018	RLB	2	\$ 425.00	\$ 850.00	Update research regarding limited public forum and offensive speech.
212	1/31/2018	RLB	0.5	\$ 425.00	\$ 212.50	Review draft order from Attorney Mackin regarding final order.
213	2/5/2018	RLB	0.4	\$ 425.00	\$ 170.00	Review draft language to resolve appeal.
214	2/9/2018	RLB	0.5	\$ 425.00	\$ 212.50	Edits to proposed stipulation.
215	2/16/2018	RLB	0.4	\$ 425.00	\$ 170.00	Review Attorney Mackin's edits to stipulation.
216	3/2/2018	RLB	0.4	\$ 425.00	\$ 170.00	Finalize and file stipulation.
217	4/6/2018	RLB	0.5	\$ 425.00	\$ 212.50	Telephone conference with court regarding motion.
218	4/10/2018	RLB	0.4	\$ 425.00	\$ 170.00	Draft proposed stipulation.
219	4/18/2018	RLB	0.4	\$ 425.00	\$ 170.00	Review Texas counterproposal.
220	4/27/2018	RLB	1.3	\$ 425.00	\$ 552.50	Inquiry regarding proposed stipulation.
221	4/30/2018	RLB	0.3	\$ 425.00	\$ 127.50	Telephone conference with Attorney Mackin regarding stipulation.
222	5/2/2018	RLB	0.3	\$ 425.00	\$ 127.50	Telephone conference with Attorney Mackin regarding stipulation.
223	5/9/2018	RLB	0.4	\$ 425.00	\$ 170.00	Telephone conference with Attorney Mackin; research regarding Rule 41 dismissal.
224	6/25/2018	RLB	0.8	\$ 425.00	\$ 340.00	Work on fee petition.
225	6/27/2018	RLB	1.2	\$ 425.00	\$ 510.00	Work on fee petition.
226	6/29/2018	RLB	2.5	\$ 425.00	\$ 1,062.50	Work on fee petition.
227	7/1/2018	RLB	2	\$ 425.00	\$ 850.00	Work on fee petition.
228	7/2/2018	RLB	3	\$ 425.00	\$ 1,275.00	Work on fee petition; telephone conference with Attorney Mackin.
229	7/3/2018	RLB	2.8	\$ 425.00	\$ 1,190.00	Work on fee petition
230	7/5/2018	RLB	0.3	\$ 425.00	\$ 127.50	Review and assess motion to stay fee petition
231	7/13/2018	RLB	0.6	\$ 425.00	\$ 255.00	Conference at Freedom from Religion Foundation regarding fee petition; finalize motion to stay
232	9/25/2018	RLB	1.3	\$ 425.00	\$ 552.50	Research regarding appeal issues.
233	9/27/2018	RLB	2	\$ 425.00	\$ 850.00	Research regarding unbridled discretion issue.
234	9/30/2018	RLB	1.8	\$ 425.00	\$ 765.00	Research regarding cross appeal.
235	10/10/2018	RLB	1.5	\$ 425.00	\$ 637.50	Research cross-appeal issues.
236	10/13/2018	RLB	1.8	\$ 425.00	\$ 765.00	Review cases on unfettered discretion issue.
237	11/28/2018	RLB	2	\$ 425.00	\$ 850.00	Research regarding cross appeal.
238	12/26/2018	RLB	2.1	\$ 425.00	\$ 892.50	Research regarding Texas cross-appeal.
239	12/27/2018	RLB	1.5	\$ 425.00	\$ 637.50	Research regarding Texas cross-appeal.
240	12/30/2018	RLB	1.4	\$ 425.00	\$ 595.00	Review Texas appeal brief; research.
241	12/31/2018	RLB	0.3	\$ 425.00	\$ 127.50	Telephone conference with Attorney Elliott regarding Texas appeal brief.
242	1/10/2019	RLB	0.5	\$ 425.00	\$ 212.50	Meeting with FFRF attorneys regarding appeal.
243	1/15/2019	RLB	2.7	\$ 425.00	\$ 1,147.50	Research regarding unbridled discretion.
244	1/17/2019	RLB	2	\$ 425.00	\$ 850.00	Work on appeal brief.
245	1/21/2019	RLB	1.6	\$ 425.00	\$ 680.00	Research declaratory judgment relief.
246	1/23/2019	RLB	2	\$ 425.00	\$ 850.00	Research regarding injunctive vs. declaratory relief.
247	1/24/2019	RLB	2.5	\$ 425.00	\$ 1,062.50	Review record excerpts; research regarding cross appeal.
248	1/25/2019	RLB	2.2	\$ 425.00	\$ 935.00	Review research regarding Eleventh Amendment.
249	1/28/2019	RLB	3	\$ 425.00	\$ 1,275.00	Work on appeal brief; research.
250	1/29/2019	RLB	1.8	\$ 425.00	\$ 765.00	Research regarding Eleventh Amendment.
251	1/30/2019	RLB	1	\$ 425.00	\$ 425.00	Work on appeal brief.
252	1/31/2019	RLB	1.5	\$ 425.00	\$ 637.50	Work on appeal brief
253	2/7/2019	RLB	3	\$ 425.00	\$ 1,275.00	Work on cross appeal issues.
254	2/8/2019	RLB	2.7	\$ 425.00	\$ 1,147.50	Research re: declaratory relief and Ex parte Young issue.
255	2/9/2019	RLB	2.1	\$ 425.00	\$ 892.50	Research re: Texas appeal.
256	2/10/2019	RLB	3	\$ 425.00	\$ 1,275.00	Work on Texas appeal brief.
257	2/11/2019	RLB	7.2	\$ 425.00	\$ 3,060.00	Work on Texas appeal brief.
258	2/12/2019	RLB	6.5	\$ 425.00	\$ 2,762.50	Work on and finalize Texas appeal and cross appeal brief.
259	3/27/2019	RLB	0.8	\$ 425.00	\$ 340.00	Review Texas Appeal Reply Brief.

	A	B	C	D	E	F
1	Date	Attorney	Time	Fees	Fees Billed	Narrative
260	4/10/2019	RLB	2.5	\$ 425.00	\$ 1,062.50	Work on reply brief; research regarding unbridled discretion.
261	4/11/2019	RLB	1.4	\$ 425.00	\$ 595.00	Research regarding reply brief.
262	4/13/2019	RLB	2	\$ 425.00	\$ 850.00	Work on reply brief.
263	4/14/2019	RLB	3.1	\$ 425.00	\$ 1,317.50	Work on reply brief.
264	4/15/2019	RLB	6	\$ 425.00	\$ 2,550.00	Work on appeal reply brief.
265	9/25/2019	RLB	0.9	\$ 425.00	\$ 382.50	Update research for Fifth Circuit Argument.
266	9/30/2019	RLB	0.8	\$ 425.00	\$ 340.00	Preparation for moot court.
267	10/2/2019	RLB	1.5	\$ 425.00	\$ 637.50	Moot court for Fifth Circuit.
268	10/2/2019	RLB	3.8	\$ 425.00	\$ 1,615.00	Review briefs and prepare for and attend moot argument at FFRF
269	10/9/2019	RLB	8	\$ 150.00	\$ 1,200.00	Travel and preparation for oral argument in Fifth Circuit.
270	10/10/2019	RLB	8	\$ 150.00	\$ 1,200.00	Oral argument and travel (with delays).
271	4/29/2020	RLB	0.8	\$ 425.00	\$ 340.00	Work on proposed injunction language.
272	5/7/2020	RLB	0.3	\$ 425.00	\$ 127.50	Draft Motion to Issue Mandate.
273	5/8/2020	RLB	0.3	\$ 425.00	\$ 127.50	Telephone conference with opposing counsel and Fifth Circuit.
274	5/14/2020	RLB	0.2	\$ 425.00	\$ 85.00	Telephone conference with Fifth Circuit regarding mandate.
275	5/19/2020	RLB	0.2	\$ 425.00	\$ 85.00	Telephone conference with Fifth Circuit regarding mandate.
276	5/26/2020	RLB	0.2	\$ 425.00	\$ 85.00	Telephone conference with Fifth Circuit regarding mandate.
277	6/16/2020	RLB	0.4	\$ 425.00	\$ 170.00	Conference with FFRF staff attorneys regarding proposed relief.
278	6/17/2020	RLB	0.6	\$ 425.00	\$ 255.00	Work on drafting proposed relief; telephone conference with Attorney Mackin.
279	6/20/2020	RLB	0.8	\$ 425.00	\$ 340.00	Research regarding effect of remand from Court of Appeals with direction.
280	6/23/2020	RLB	1.5	\$ 425.00	\$ 637.50	Research issue mootness.
281	7/3/2020	RLB	1.5	\$ 425.00	\$ 637.50	Review draft briefs from FFRF attorneys regarding remand issue; research regarding prevailing party.
282	7/4/2020	RLB	2.2	\$ 425.00	\$ 935.00	Research regarding mootness/mandate rule.
283	7/5/2020	RLB	1	\$ 425.00	\$ 425.00	Work on remand brief.
284	7/5/2020	RLB	1.7	\$ 425.00	\$ 722.50	Work on brief responsive to remand; research regarding prospective relief.
285	7/6/2020	RLB	2.3	\$ 425.00	\$ 977.50	Research regarding injunctive relief; work on remand brief.
286	7/6/2020	RLB	2.4	\$ 425.00	\$ 1,020.00	Research regarding prospective relief issue; work on brief regarding remand issues.
287	7/7/2020	RLB	3.3	\$ 425.00	\$ 1,402.50	Work on remand brief.
288	7/7/2020	RLB	4	\$ 425.00	\$ 1,700.00	Work on brief regarding remand issues.
289	7/8/2020	RLB	2.8	\$ 425.00	\$ 1,190.00	Work on brief regarding remand issues.
290	7/8/2020	RLB	1.5	\$ 425.00	\$ 637.50	Work on Brief responding to Court of Appeals mandate issues.
291	7/9/2020	RLB	3.1	\$ 425.00	\$ 1,317.50	Work on brief regarding injunctive relief.
292	7/9/2020	RLB	3.5	\$ 425.00	\$ 1,487.50	Work on finalizing Brief and Proposed Judgment; research regarding prospective relief.
293	7/10/2020	RLB	0.6	\$ 425.00	\$ 255.00	Work on Abbott Mootness Brief and Motion.
294	7/13/2020	RLB	3	\$ 425.00	\$ 1,275.00	Research mootness and work on Response Brief.
295	7/14/2020	RLB	3	\$ 425.00	\$ 1,275.00	Review research by Attorney Elliott regarding Mootness; research.
296	7/15/2020	RLB	2.6	\$ 425.00	\$ 1,105.00	Research regarding mootness.
297	7/16/2020	RLB	2	\$ 425.00	\$ 850.00	Research regarding mootness.
298	7/17/2020	RLB	3.5	\$ 425.00	\$ 1,487.50	Work on Mootness Brief; review research.
299	7/19/2020	RLB	4.3	\$ 425.00	\$ 1,827.50	Drafting Mootness Brief; research.
300	7/20/2020	RLB	7	\$ 425.00	\$ 2,975.00	Work on Mootness Brief; drafting of Brief; research.
301	7/21/2020	RLB	4.2	\$ 425.00	\$ 1,785.00	Work on Mootness Brief; confer with Attys Grover and Elliott; research; editing Brief.
302	7/22/2020	RLB	4	\$ 425.00	\$ 1,700.00	Review edits from Atty Grover; research; work on finalizing Brief.
303	7/23/2020	RLB	4.4	\$ 425.00	\$ 1,870.00	Review Abbott Response Brief; conference with Attys Elliott and Grover.
304	9/17/2020	RLB	0.5	\$ 425.00	\$ 212.50	Preparation for status conference.
305	9/18/2020	RLB	0.5	\$ 425.00	\$ 212.50	Participate in status conference.
306	3/23/2021	RLB	1.5	\$ 425.00	\$ 637.50	Research regarding Supreme Court Decision regarding damages. Research regarding prospective declaratory and injunctive relief.
307	3/24/2021	RLB	0.7	\$ 425.00	\$ 297.50	Review FFRF draft Supplemental Brief and proposed edits.
308	3/26/2021	RLB	0.3	\$ 425.00	\$ 127.50	Review FFRF Supplemental Brief in final.
309	3/27/2021	RLB	0.5	\$ 425.00	\$ 212.50	Review Abbott Supplemental Briefing.
310	5/13/2021	RLB	1	\$ 425.00	\$ 425.00	Work on Fee Petition
311	5/14/2021	RLB	2	\$ 425.00	\$ 850.00	Work on Fee Petition
312	5/16/2021	RLB	0.8	\$ 425.00	\$ 340.00	Work on Fee Petition
313	5/17/2021	RLB	2	\$ 425.00	\$ 850.00	Work on Fee Petition
314	5/18/2021	RLB	2.3	\$ 425.00	\$ 977.50	Work on Fee Petition
315						
316			648.65		\$ 258,136.25	

EXHIBIT B

<u>Date</u>	<u>To Bill Amt</u>	<u>Narrative</u>
6/15/2016	\$136.24	Hotels.com; Invoice # 061916; Hotel in Austin, TX to attend Motion Hearing on June 20, 2016
6/15/2016	\$891.20	Expedia.com; Invoice # 062016; flight to Austin, TX to attend Motion Hearing on June 20, 2016
4/10/2017	\$930.08	Expedia.com; Flight to Austin, TX for Robert Davis deposition on 4/27/17
4/26/2017	\$182.84	Richard L. Bolton; Invoice # 0907378185; Hotel expense from Robert Davis Deposition in Austin, TX
5/30/2017	\$621.61	Expedia.com; Flight to Austin, TX for hearing on June 6, 2017
6/5/2017	\$218.49	Hotel expense for hearing in Austin
6/13/2017	\$922.68	Expedia.com; Flight to D.C. for Sneed deposition on 6/22/17
6/29/2017	\$451.60	American Airlines; Flight to Austin, TX for Office of the Governor Deposition on 7/18/17
7/21/2017	\$125.38	Hotel expense for deposition on 7/18/17
9/11/2019	\$420.99	VENDOR: American Airlines; INVOICE#: 0012377414653; DATE: 9/11/2019; Flight to New Orleans for Oral Argument
10/11/2019	<u>\$232.08</u>	PAYEE: Lafayette Hotel; REQUEST#: 53946; DATE: 09/12/2019; Hotel stay for oral argument 10/9/19-10/10/19
	\$5,133.19	

EXHIBIT C**SUMMARY OF ATTORNEY BOLTON'S ADJUSTED TIME AND
EXPENSES REQUESTED BY FEE PETITION****TOTALS**

1.	Attorney Bolton Time:	
	502.95 Hours (\$425 per hour)	\$213,753.75*
2.	71 Hours of Travel Time (\$150 per hour)	\$10,650.00
3.	Expenses	\$5,133.19
	<u>TOTAL</u>	<u>\$229,536.94</u>

* Attorney Bolton's non-travel time has been discounted 74.7 hours.